

B 210A (Form 210A) (12/09)

**UNITED STATES BANKRUPTCY COURT**  
**Southern District Of New York**

In re Lehman Brothers Holding Inc., et. Al.,

Case No. 08-13555 (JMP)  
(Jointly Administrator)

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence (**SEE EXHIBIT A**) and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Name of Transferee

Name of Transferor

Macquarie Bank Limited

Velocity CLO, Ltd.

Court Claim # (if known): 23540

Amount of Claim: USD \$125,000 (which represents the total amount of the Claim, as such Claim was reduced from USD \$457,500 to USD \$125,000 pursuant to that certain Debtor's Offer of Settlement With Respect to Proof of Claim No. 23540 (**SEE EXHIBIT B**)).

Date Claim Filed: September 21, 2009

Name and Address where notices to Transferee should be sent:

Macquarie Bank Limited  
c/o Macquarie Capital (USA) Inc.  
125 West 55th Street  
New York, New York 10019  
Attention: FICC Credit Sales & Trading

With a copy to:  
Sidley Austin LLP  
787 Seventh Avenue  
New York, New York 10019  
Attn: Jaime Senior  
E-Mail: jsenior@sidley.com  
Phone: (212) 839-5300  
Facsimile: (212) 839-5599

Last Four Digits of Acct #: N/A


Last Four Digits of Acct. #: N/A

Name and Address where transferee payments should be sent (if different from above):

Macquarie Bank Limited  
c/o Macquarie Capital (USA) Inc.  
125 West 55th Street  
New York, New York 10019  
Attention: Robert Perdock  
Telephone: 212-231-2338  
E-Mail: robert.perdock@macquarie.com

Last Four Digits of Acct #: 5375

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:  Date: July 6, 2010  
MARC THATCHER  
DIVISION DIRECTOR

  
Transferee/Transferee's Agent  
Karen Goepfert  
Associate Director

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.*

**Exhibit A**

**Evidence of Transfer of Claim**

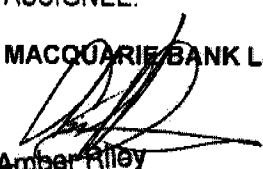
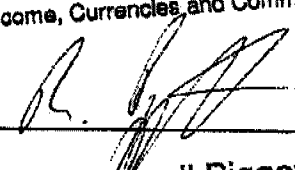
Refer to the attached.

**EVIDENCE OF TRANSFER OF CLAIM**

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Velocity CLO, Ltd. ("Assignor") does hereby unconditionally and irrevocably sell, transfer and assign unto Macquarie Bank Limited ("Assignee") all rights, title and interest in and to the claims of Assignor referenced as Proof of Claim No. 23540 in the principal amount of \$125,000 plus all interest, fees and other amounts related thereto (the "Claim") against Lehman Commercial Paper Inc. (the "Debtor") whose Chapter 11 bankruptcy case is pending in the United States Bankruptcy Court for the Southern District of New York ( the "Bankruptcy Court") (or any other court with jurisdiction over the bankruptcy proceedings) as In re: Lehman Brothers Holdings Inc., et. al, Case No. 08-13555 (JMP) (Jointly Administered).

Assignor hereby waives any objection to the transfer of the Claim assigned herein (the "Assigned Claim") to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representatives dated the 15<sup>th</sup> day of June, 2010.

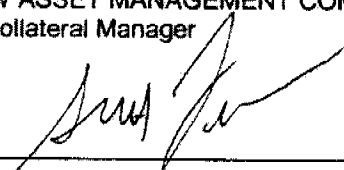

<b>ASSIGNOR:</b>  <b>VELOCITY CLO, LTD.</b>  <b>BY: TCW ASSET MANAGEMENT COMPANY,</b> as Collateral Manager  By: _____ Name: Title:  By: _____ Name: Title:	<b>ASSIGNEE:</b>  <b>MACQUARIE BANK LIMITED</b>   By: <u>Amber Riley</u> Associate Director Name Title: Risk Management Fixed Income, Currencies and Commodities   By: _____ Name: Title: <b>Russell Piggott</b> <b>Division Director</b>
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**EVIDENCE OF TRANSFER OF CLAIM**

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Velocity CLO, Ltd. ("Assignor") does hereby unconditionally and irrevocably sell, transfer and assign unto Macquarie Bank Limited ("Assignee") all rights, title and interest in and to the claims of Assignor referenced as Proof of Claim No. 23540 in the principal amount of \$125,000 plus all interest, fees and other amounts related thereto (the "Claim") against Lehman Commercial Paper Inc. (the "Debtor") whose Chapter 11 bankruptcy case is pending in the United States Bankruptcy Court for the Southern District of New York ( the "Bankruptcy Court") (or any other court with jurisdiction over the bankruptcy proceedings) as In re: Lehman Brothers Holdings Inc., et. al, Case No. 08-13555 (JMP) (Jointly Administered).

Assignor hereby waives any objection to the transfer of the Claim assigned herein (the "Assigned Claim") to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representatives dated the 15<sup>th</sup> day of June, 2010.

<b>ASSIGNOR:</b>  <b>VELOCITY CLO, LTD.</b>  <b>BY: TCW ASSET MANAGEMENT COMPANY,</b> as Collateral Manager  By:  Name: <b>SCOTT E. FELDMAN</b> Title: <b>SENIOR VICE PRESIDENT</b>  By:  Name: <b>GIL TOLLINCHI</b> Title: <b>SENIOR VICE PRESIDENT</b>	<b>ASSIGNEE:</b>  <b>MACQUARIE BANK LIMITED</b>  By: _____ Name: _____ Title: _____  By: _____ Name: _____ Title: _____
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**Exhibit B**

**Debtor's Offer of Settlement With Respect to Proof of Claim No. 23540**

Refer to the attached.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re

LEHMAN BROTHERS HOLDINGS INC., et al,

Debtors.

Chapter 11 Case No.

08-13555 (JMP)

(Jointly Administered)

**DEBTOR'S OFFER OF SETTLEMENT  
WITH RESPECT TO PROOF OF CLAIM NO. 23540**

Lehman Commercial Paper Inc. (the "Debtor"), in its sole discretion has elected to offer to settle Proof of Claim number 23540, annexed hereto as Schedule I, (the "Offer of Settlement") for a single, fixed, liquidated, general unsecured non-priority claim against the Debtor in the amount of \$125,000.00 (the "Settlement Amount"). The Settlement Amount represents the allowed claim amount with respect to the Proof of Claim number 23540.

VELOCITY CLO, LTD affirms that it FREELY, KNOWINGLY AND UNCONDITIONALLY ACCEPTS such amount as the allowed claim amount with respect to Proof of Claim number 23540.



Signature of Claimant's Authorized Representative

Matthew A. Miller

Printed Name

VELOCITY CLO, LTD

Company Name, if applicable

Lehman Commercial Paper Inc.

By:

Name: David Walsh

Title: VP